

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

<hr/>	x	
In re AUSTIN CAPITAL MANAGEMENT,	:	No. 1:09-md-02075-TPG
LTD., SECURITIES & EMPLOYEE	:	
RETIREMENT INCOME SECURITY ACT	:	<del>[PROPOSED]</del> ORDER APPROVING PLAN
(ERISA) LITIGATION	:	OF ALLOCATION OF SETTLEMENT
<hr/>	x	PROCEEDS

This matter having come before the Court on October 2, 2014, on Plaintiffs' motion for approval of the Plan of Allocation of the settlement proceeds in the above-captioned action; the Court having considered all papers filed and proceedings had herein and otherwise being fully informed in the premises;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. This Order incorporates by reference the definitions in the Settlement Agreement dated April 10, 2014 (the "Stipulation") and all capitalized terms used, but not defined herein, shall have the same meanings as set forth in the Stipulation.

2. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil Procedure, this Court hereby finds and concludes that due and adequate notice was directed to all persons who are Class Members who could be identified with reasonable effort, advising them of the Plan of Allocation and of their right to object thereto, and a full and fair opportunity was accorded to all persons and entities who are Class Members to be heard with respect to the Plan of Allocation.

3. The Court finds and concludes that the formula for the calculation of the claims of Authorized Claimants which is set forth in the Notice of Proposed Settlement of Class Action to Investor Class (the "Notice") sent to Investor Class Members provides a fair and reasonable basis upon which to allocate the proceeds of the Net Settlement Fund established by the Stipulation among the Investor Class Members, with due consideration having been given to administrative convenience and necessity.

4. This Court finds and concludes that the Plan of Allocation, as set forth in the Notice, is, in all respects, fair and reasonable and the Court approves the Plan of Allocation.

IT IS SO ORDERED.

DATED: \_\_\_\_\_

10/2/14

A handwritten signature in black ink, appearing to read "Thomas P. Griesa", written over a horizontal line.

THE HONORABLE THOMAS P. GRIESA  
UNITED STATES DISTRICT JUDGE

*mc*